COMMONWEALTH of VIRGINIA
Department of General Services

Richard F. Sliwoski, P.E.
Director

1100 Bank Street
Suite 420
Richmond. Virginia 23219-3402
Voice/TDD (804) 786-6152
FAX (804) 371-8305

CONTRACT RENEWAL/MODIFICATION AGREEMENT
CONTRACT SRM07012009SS

Date: June 17, 2013

Contract No.:   SRM07012009SS

Modification No.: NA

Issued By: Commonwealth of Virginia
                   Department of General Services (Owner)
                   203 Governor Street
                   Richmond, Va. 23219

Issued To: Michael Crosson
                   VFA

Commodity: FICAS

This Supplemental Agreement is entered into pursuant to the provisions of the basic contract and the RENEWAL OF CONTRACT CLAUSE..

This contract is renewed from July 1, 2013 through June 30, 2014 with three one year renewals remaining. No changes to the current contract.

Except for the changes provided herein, all other terms and conditions of this contract remain unchanged and in full force and effect.

Please sign below acknowledging acceptance of this modification and return this to:

Shirley McNutt
DGS Procurement Services
203 Governor Street
Richmond, Va. 23219

Please feel free to call me with any questions at 786-4538.

Sincerely,

Shirley McNutt

Shirley McNutt, VCCO, VCO

CONTRACTOR

CFO
Title

(signature)
By

VFA Inc.
Name of Company

266 Summer St.
Company Address

Boston MA 02210
Company Address

_617-451-5100_
Company Phone Number

DGS

Procurement Manager
Title

Shirley McNutt
By

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COMMONWEALTH OF VIRGINIA
STANDARD CONTRACT

Contract Number: SRM07012009SS

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This contract entered into this 1st day of July 2013 between VFA, Inc. hereinafter called the "Contractor" and Commonwealth of Virginia, Department of General Services called the "Purchasing Agency."

WITNESSETH that the Contractor and the Purchasing Agency, in consideration of the mutual covenants, promises and agreements herein contained, agree as follows:

SCOPE OF CONTRACT: The Contractor shall provide the goods/services to State Agencies and Institutions of Higher Education as set forth in the Contract Documents for FICAS (Facility Inventory Condition and Assessment System) support and maintenance.

PERIOD OF PERFORMANCE: From July 1, 2013 through June 30, 2014 with three one year renewals

CONTRACTOR'S CONTACT: Mike Crosson at 266 Summer Street, Boston, Ma. 02210 Phone (617) 451-5100. AGENCIES SHALL CONTACT THE VENDOR DIRECTLY FOR ASSISTANCE.

The contract documents shall consist of:

(1)   This signed form;
(2)   The sole source documentation and prior solicitation and contract developed by the APA - APA05.01;
(3)   The General Terms and Conditions;
(4)   The Special Terms and Conditions together with any negotiated modifications of those Special Conditions;

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VFA Master Contract *2012-2013*
FICAS and Related Products or Services

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I. FICAS Software

The FICAS system software is VFA.facility® hosted by VFA on an annual subscription model based on the number of named users. VFA will take a user count on July 1, 2010 to determine the number of users. Additional users can be added throughout the year and will be prorated based on the number of months remaining in the annual term.

FICAS software purchases will be quoted on an Exhibit A form using the rate chart in *section IX.*

II. VFA.auditor®

A web-based tool for conducting self-guided assessments of assets by agency staff or licensed third parties. All data collected feeds directly into FICAS and automatically generated requirement, system renewals and cost estimates. The VFA.auditor software tool is hosted by VFA on an annual subscription and is available based on square footage with unlimited users. Annual software renewals will be based on the delivery date of the software to the agency.

VFA.auditor software purchases will be quoted on an Exhibit A form using the rate chart in *section IX.*

III. VFA.spendManager®

A web-based tool which enables the centralized management of the entire capital budgeting and subsequent spending process. VFA.spendManager streamlines capital budget creation, requisition processing, purchasing and reconciliation of expenditures leveraging automation and workflow throughout the process. It allows for easy tracking and reporting against projects, their current status and all of their related expenditures. The VFA.spendManager software tool is hosted by VFA on an annual subscription and is available based on number of named users. Annual software renewals will be based on the delivery date of the software to the agency.

VFA.spendManager software purchases will be quoted on an Exhibit A form using the rate chart in section IX.

IV. AssetFusion®

AssetFusion® is VFA's software product used for interfacing with other facility management systems such as CMMS or CAFM systems. The product is available for any or all pre-developed interfaces which include; IBM's Maximo, INFOR's EAM, TMA Systems and Web Works. Any new interface development can be accomplished utilizing VFA's Software Services.

AssetFusion software purchases will be quoted on an Exhibit A form using the rate chart in section IX.

V. FICAS Training

The FICAS Training program includes four levels of training as show below:

- **Introduction to FICAS-** Online course covering the purpose and general policy of FICAS. This will be a requirement before someone could request FICAS access.
- **Basic Training-** An onsite training class conducted by VFA. Or regularly schedule classes in VFA's Boston Training Facility.
- **On Demand Training Modules-** Recorded WebEX demonstrations that are 5 – 30 minutes and cover a topic or a set of topics.
- **Facility / Infrastructure Certification Program** - A 2 day training session on inspection methodology and software data entry related to facility condition assessment projects. Onsite or regularly schedule classes in VFA's Boston Training facility are available.

Pricing for all training options, including onsite or at VFA's Boston Training Facility, are listed in *section IX*. Training purchases will be quoted on an Exhibit A form using the rate chart in *section IX.*. Training services not included in *section IX.* will be handled through Consulting Services.

VI. Software Services (SS)

VFA's Software Services can be used for development of new interfaces with other facility management programs such as CMMS, CAFM, and ESRI. The services and scope and associated fee will be defined upon request by any agency. The SS can also be used for custom reports, uploading data to FICAS, pre-loading of auditor surveys and other related data base activities.

All SS projects will be quoted on a Time & Materials basis (excluding expenses) with a not to exceed amount using the rate chart in *section IX*.

VII. Consulting Services (CS)

From evaluating assessment data and creating prioritization criteria, to developing capital plans and budgets, VFA can provide expertise and insights to make the most from capital investments. VFA can tailor their capital planning services to specific needs, to help the Commonwealth:

1. Maintain a current, centralized capital asset decision-support database
2. Develop cost-effective deferred maintenance reduction plans
3. Prioritize capital planning projects efficiently
4. Measure and maximize capital asset ROI
5. Create a business case for needed capital funding

VFA's consulting services include:

- Facilities Benchmarking
- Budget Ranking Strategies
- Condition Data Management
- Facilities Management and Capital Planning Process Analysis
- Portfolio Analysis and Alignment
- Long Range Capital Cost Analysis
- Capital Project Planning
- Capital Budget Development
- Executive and Board Level Presentations and Reports

All CS projects will be quoted on a Time & Materials basis (excluding expenses) with a not to exceed amount using the rate chart in *section IX.*

VIII. Program Management (PM)

Program Management Services will be used to handle all other activities or tasks not cover by Training, SS or TS. Examples would be:

- An agency requests help with running and understanding reports
- Data management and updating of specific locations or agencies
- Management of configuration changes to FICAS
- Support to the FICAS administrator
- Conducting calls or meetings to manage and support the FICAS program.

All PM projects will be quoted on a Time & Materials basis (excluding expenses) with a not to exceed amount using the rate chart in *section IX.*

IX. Rate Schedule

Product / Service	Description	Price
VFA.facility® / FICAS	VFA.facility VFA-hosted user annual subscription (ASP), price per each named user.	$1,650.00 per user
Maintenance and Support	Includes telephone support, updates, bug fixes and retirement of releases as described in the Software License Agreement. Maintenance and support is included in the user fee.	N/A
RSMeans	All users have access to the current RSMeans database within VFA.facility. RSMeans is included in the user fee and license fees are paid by VFA, Inc.	N/A
VFA.spendManager® Starter Pack	VFA.spendManager VFA-Hosted user annual subscription (ASP), price includes 10 named user licenses	$27,500.00
VFA.spendManager® Increases 11-250 users	VFA.spendManager annual subscription price for named users 11-250, requires purchase of VFA.spendManager Starter Pack	$800.00 per user
VFA.spendManager® Increases 251-500 users	VFA.spendManager annual subscription price for named users 251-500, requires purchase of VFA.spendManager Starter Pack	$525.00 per user
VFA.spendManager® Increases > 500 users	VFA.spendManager annual subscription price for named users > 500, requires purchase of VFA.spendManager Starter Pack	$280.00 per user
VFA.auditor Starter Pack	VFA.auditor surveys for up to 200,000 GSF. This is available for a unlimited number of users and buildings	$2,500
VFA.auditor Increases	VFA.auditor surveys for GFS over the 200,000 provided in the Starter Pack.	$.012/GSF
AssetFusion® Starter Pack	AssetFusionV2.0 VFA-hosted price, includes 3 named users and connector software. Includes 3 days implementation service plus travel and lodging expenses if needed. Requires VFA.facility.	$17,500
AssetFusion 4M	AssetFusion V2.0 VFA-hosted annual price per user, for 4 or more named users. Requires previous purchase of AssetFusion Starter Pack.	$2,500 per user
Introduction to FICAS	Online course covering the purpose and general policy of FICAS. This will be a requirement before someone could request FICAS access. Made available by DGS at no charge.	N/A
Basic Training	An onsite training class conducted by VFA. Class size up to 10 students with one trainer – one day.	$5,750 per class
Basic Training	An onsite training class conducted by VFA. Class size up to 20 students with two trainers – one day.	$9,950 per class
On Demand Training Modules	Recorded WebEX demonstrations that are 5 – 30 minutes and cover a topic or a set of topics. This is an estimate per module and may change depending on complexity of a module or bundling of multiple modules.	$4,200 per module

Product / Service	Description	Price
Advanced Training	An onsite training class conducted by VFA. Class size up to 10 students with one trainer – two days.	$8,750 per class
VFA.facility V9 Module 1	Regularly scheduled VFA.facility V9 training in Boston, Module 1: Asset Data - one day.	$650 per student
VFA.facility V9 Module 2	Regularly scheduled VFA.facility V9 training in Boston, Module 2: Capital Planning & Budgeting – one day.	$650 per student
VFA.auditor Training	Training is available via WebEX for an unlimited number of students	*$1,250* per WebEX
VFA.auditor Training ADM	Administrator Training can be purchased in addition to any other VFA.auditor training class	$200 per WebEX
Facility / Infrastructure Certification Training	Regularly Scheduled Classes – VFA Boston Training Facility, no minimum student signup required.	$2,000 per student
Facility / Infrastructure Certification Program (FICP)	Specially scheduled onsite in Virginia or in Boston. Maximum class size is limited to 10 persons – 2 days.	$15,000 per class
Software Services (SS)	All SS projects will be quoted on a Time & Materials basis (excluding expenses) with a not to exceed amount using the rate chart in *this section*. Description of services found in section *V*.	Time and Materials
Consulting Services (CS)	All CS projects will be quoted on a Time & Materials basis (excluding expenses) with a not to exceed amount using the rate chart in *this section*. Description of services found in section *VI*.	Time and Materials
Program Management (PM)	All PM projects will be quoted on a Time & Materials basis (excluding expenses) with a not to exceed amount using the rate chart in *this section*. Description of services found in section *VII*.	Time and Materials
FICAS Data Import Template Upload	Upload of a FICAS Data Import Template containing facility assessment data into FICAS for state agencies, *A batch can include records from the Asset Level, Systems Level and or Requirements Level. A batch is considered one MS Excel file.*	$495 per batch
Report Author	A simple drag and drop interface to customize reports or create new ones	$1,499 per person annually

Labor Category	Hourly rate
Project Director	$134
Project Manager	$134
Facilities Assessor	$131
Senior Business Consultant	$191
Business Consultant	$168
Software PM	$191
Software Developer	$152
Technical Support Services	$131
Project Assistant	$65

IX. VFA Service Level

VFA shall maintain the host server and provide remote access to the Licensed Application to the employees of the Commonwealth through the web site located at www.vfa.com, or such other address as VFA may from time to time elect to use for such site;

VFA shall provide telephone, fax, and email support for the Licensed Application to the End Users. Such support shall be available Monday through Friday (excluding VFA designated holidays) from 8:30 a.m. – 5:30 p.m. (EST). The End Users shall first attempt to resolve any problem relating to the Licensed Application by referring to the documentation that VFA supplies to the Company for use with the Licensed Application. VFA may, from time to time, implement new releases of the Licensed Application containing error and bug corrections, minor enhancements, and, in certain instances if VFA so elects, major enhancements. No support shall be available, and VFA shall not be liable, for: (i) problems, errors, or bugs resulting from configuration or faults in the Commonwealth's computer or network operating systems or any third party software; (ii) hardware malfunctions, including cables, ports, printers, disk drives, etc.; or (iii) modifications made to the Licensed Application by a party other than VFA.

VFA warrants and represents: (a) that, for a period of ninety (90) days from the date of Acceptance, the Licensed Application will substantially conform to the Documentation and Specifications; and (b) the Services will be performed in a professional and workmanlike manner. In the event of any breach of the foregoing warranties, VFA shall re-perform the Services and/use use its commercially reasonable efforts to cause the Licensed Application to substantially conform to the Documentation and Specifications, as the case may be.